

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

CARBONLITE HOLDINGS LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 21-10527 (JTD)

Jointly Administered

BAHRAM NOUR-OMID, an individual, and  
LEARNICON LLC, a Delaware limited liability  
company,

Plaintiffs,

v.

Adv. No. 21-50317 (JTD)

CARBONLITE HOLDINGS LLC, a Delaware  
limited liability company, LF INVESTMENT  
HOLDINGS, LLC, a Delaware limited liability  
company, LEON FARAHIK, an individual, KIM  
JEFFERY, an individual, FARAMARZ  
YOUSSEFZADEH, an individual, ORION  
ENERGY CREDIT OPPORTUNITIES FUND II,  
L.P., a Delaware limited partnership, ORION  
ENERGY CREDIT OPPORTUNITIES FUND II  
PV, L.P., a Delaware limited partnership, ORION  
ENERGY CREDIT OPPORTUNITIES FUND II  
GPFA, L.P., a Delaware limited partnership,  
FORCE TEN PARTNERS, LLC, a Delaware  
limited liability company, BRIAN WEISS, an  
individual, and DOES 1 through 50, inclusive,

Defendants,

**SUPPLEMENTAL MOTION OF DIRECTOR DEFENDANTS KIM JEFFERY AND  
FARAMARZ YOUSSEFZADEH TO DISMISS COMPLAINT OR, ALTERNATIVELY,  
TO STAY THIS LITIGATION AS TO ALL PARTIES**

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: CarbonLite Holdings LLC (8957); CarbonLite Industries LLC (3596); CarbonLite P Holdings, LLC (8957); CarbonLite P, LLC (5453); CarbonLite PI Holdings, LLC (8957); CarbonLite PinnPack, LLC (8957); CarbonLite Recycling Holdings LLC (8957); CarbonLite Recycling LLC (3727); CarbonLite Sub-Holdings, LLC (8957); PinnPack P, LLC (8322); and PinnPack Packaging, LLC (9948). The address of the Debtors' corporate headquarters is 10250 Constellation Blvd., Los Angeles, CA 90067.

Director defendants Kim Jeffery and Faramarz Yousefzadeh (the “Director Defendants”), by and through their undersigned counsel, moves this Court for an Order, in the form attached as Exhibit A, (a) pursuant to Federal Rule of Civil Procedure 12(b)(1) and 12(b)(6), as made applicable by Federal Rule of Bankruptcy Procedure 7012, dismissing with prejudice all claims against the Director Defendants due to (i) lack of subject matter jurisdiction and (ii) failure to state a claim or (b) alternatively, exercising the Court’s inherent power to stay this adversary proceeding as to all parties (the “Supplemental Motion”). In support of the Supplemental Motion, the Director Defendants have filed their *Supplemental Opening Brief* in support of the Motion.

Dated: June 17, 2021  
Wilmington, Delaware

Respectfully submitted,

**REED SMITH LLP**

By: /s/ Kurt F. Gwynne  
Kurt F. Gwynne (No. 3951)  
1201 Market Street, Suite 1500  
Wilmington, DE 19801  
Telephone: 302.778.7550  
Facsimile: 302.778.7575  
E-mail: kgwynne@reedsmith.com

*Counsel for Defendants Kim Jeffery  
and Faramarz Yousefzadeh*